

KLEINBERG, KAPLAN, WOLFF &
COHEN, P.C.
Matthew J. Gold
Robert M. Tuchman
500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000

Counsel to the State of Washington

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
PURDUE PHARMA L.P., et al.,	:	Case No. 19-23649 (SHL)
	:	(Jointly Administered)
Debtors.	:	
	:	
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**SEVENTH MONTHLY FEE STATEMENT OF
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C. AS COUNSEL TO
THE STATE OF WASHINGTON FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF AUGUST 1, 2022 THROUGH AUGUST 31, 2022**

Name of Applicant:	Kleinberg, Kaplan, Wolff & Cohen, P.C.
Provided Professional Services to:	The State of Washington
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	March 10, 2022 [Docket No. 4503]
Period for which compensation and reimbursement are sought:	August 1, 2022 through August 31, 2022
Amount of Compensation sought as actual, reasonable, and necessary:	\$70,268.00
Current Fee Request	\$56,214.4 (80% of \$70,268.00)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$132.01
Amount of Compensation and Expenses sought as allowed under the Interim Compensation Order	\$56,346.41
Total Fees and Expenses Inclusive of Holdback	\$70,400.01
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing and Approving Settlement Term Sheet* [Docket No. 4503] (the “Term Sheet Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “Interim Compensation Order”), Kleinberg, Kaplan, Wolff & Cohen, P.C. (“Kleinberg Kaplan”), counsel to the State of Washington in the above-captioned case, and in a related adversary proceeding and appeals, hereby submits this Sixth Monthly Fee Statement (the “Fee Statement”) for the period of August 1, 2022 through and including August 31, 2022 (the “Statement Period”).

Itemization of Services Rendered and Disbursements Incurred

Annexed hereto as **Exhibit A** is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Statement Period, with respect to each of the billing categories. As reflected in Exhibit A, Kleinberg Kaplan incurred \$70,268.00 in fees during the Statement Period. Pursuant to this Fee Statement, Kleinberg Kaplan seeks reimbursement for 80% of such fees, totaling \$56,214.40.

Annexed hereto as **Exhibit B** is a chart of Kleinberg Kaplan's professionals and paraprofessionals, including standard hourly rate for each attorney and paraprofessional who rendered services to the State of Washington and others listed above in connection with these Chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. A copy of the computer-generated time entries of Kleinberg Kaplan reflecting all time recorded, organized in the billing categories requested by the State of Washington is attached hereto as **Exhibit C**.

Notice

Kleinberg Kaplan will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to Kleinberg Kaplan and to the notice parties designated in the Interim Compensation Order, a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Kleinberg Kaplan an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: September 27, 2022

Respectfully submitted,

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

By: /s/ Matthew J. Gold
Matthew J. Gold
Robert M. Tuchman

500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000
Fax: (212) 986-8866
E-mail: mgold@kkwc.com
rtuchman@kkwc.com

Attorneys for the State of Washington

EXHIBIT A

SERVICES RENDERED BY

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

COMMENCING AUGUST 1, 2022 THROUGH AUGUST 31, 2022

Summary of Fees Task Code

Billing Category	Total Hours	Total Fees
001 Purdue Pharma	57.9	\$63,809.00
004 Injunction Adversary Proceeding	2.9	\$3,074.00
005 Fee Applications	4.8	\$3,253.00
Total		
20% Fee Holdback		\$14,027.20
80% of Fees		\$70,136.00
Plus Expenses		\$132.01
Requested Amount		\$56,108.80

EXHIBIT B

SERVICES RENDERED BY

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

COMMENCING AUGUST 1, 2022 THROUGH AUGUST 31, 2022

Summary of Hours and Fees by Professional

Name of Professional	Position/Year Admitted to Practice/Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Matthew J. Gold	Partner 1983 Bankruptcy	\$1,060	39.1	\$41,446.00
Robert L. Berman	Partner 1978 Securities and Corporate Finance	\$1,176	24.0	\$28,224.00
Juliet Remi	Paralegal Litigation & Risk Management	\$190	.7	\$133.00
Ellie Taylor	Paralegal Litigation & Risk Management	\$185	1.8	\$333.00
Total Fees Requested				\$70,136.00

EXHIBIT C

Time Entries for Each Professional by Task Code (Invoices)

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: September 23, 2022
Invoice Number: 114388
Matter Number: 7263-0001

Client: State of Washington
Matter: Purdue Pharma

For professional services rendered through August 31, 2022

Currency: USD

Fees 63,809.00

Costs 132.01

Total Due This Invoice \$63,941.01

Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Purdue Pharma

Invoice Date: September 23, 2022
Invoice Number: 114388
Matter Number: 7263-0001

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/01/2022	Matthew J. Gold	Revising outline regarding closing issues	0.70	1,060.00	742.00
08/02/2022	Matthew J. Gold	Revising comments to SOAF agreement	2.20	1,060.00	2,332.00
08/03/2022	Robert Berman	Conferring regarding next steps	0.40	1,176.00	470.40
08/04/2022	Juliet Remi	Updating calendar; registering appearances for various omnibus hearings	0.20	190.00	38.00
08/04/2022	Robert Berman	Reviewing emails regarding voting in the draft SOAF Agreement	0.40	1,176.00	470.40
08/05/2022	Matthew J. Gold	Exchanging emails with J. Rupert regarding SOAF agreement; revising markup of same and circulating same	1.40	1,060.00	1,484.00
08/05/2022	Ellie Taylor	Reviewing potential objections and preparing communication for fifth monthly fee statement in light of objection deadline	0.20	185.00	37.00
08/05/2022	Robert Berman	Reviewing emails from J. Rupert and draft SOAF agreement sent to states	0.50	1,176.00	588.00
08/10/2022	Robert Berman	Reviewing status and open issues regarding draft SOAF Agreement and conferring regarding next group call	1.00	1,176.00	1,176.00
08/11/2022	Robert Berman	Reviewing emails from working group regarding SOAF Agreement and comments thereon; conferring	0.70	1,176.00	823.20
08/15/2022	Matthew J. Gold	Reviewing I. Goldman comments to SOAF agreement; exchanging emails regarding same; conferring with I. Goldman regarding same; participating in conference call with States regarding same; exchanging emails with J. Rupert regarding same	2.70	1,060.00	2,862.00
08/15/2022	Robert Berman	Working group call; conferring regarding SOAF Agreement comments and revised version and next steps; preparing	2.20	1,176.00	2,587.20

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: September 23, 2022
Invoice Number: 114388
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/16/2022	Matthew J. Gold	Conferring with I. Goldman regarding SOAF agreement; reviewing hearing agenda	0.40	1,060.00	424.00
08/16/2022	Robert Berman	Checking status; reviewing prior comments	0.40	1,176.00	470.40
08/17/2022	Matthew J. Gold	Reviewing SOAF agreement; participating in omnibus hearing	0.90	1,060.00	954.00
08/18/2022	Matthew J. Gold	Exchanging emails with I. Goldman and J. Rupert regarding SOAF agreement; revising and circulating draft of same	3.10	1,060.00	3,286.00
08/18/2022	Robert Berman	Reviewing settlement agreement regarding SOAF concept	1.20	1,176.00	1,411.20
08/19/2022	Matthew J. Gold	Exchanging emails with I. Goldman and States regarding SOAF agreement; revising and circulating same	1.70	1,060.00	1,802.00
08/19/2022	Robert Berman	Reviewing emails and revised drafts of SOAF Agreement and conferring; continuing review of Settlement Agreement regarding SOAF concept	1.30	1,176.00	1,528.80
08/22/2022	Matthew J. Gold	Exchanging emails with I. Goldman and States regarding SOAF agreement; revising same	1.20	1,060.00	1,272.00
08/22/2022	Robert Berman	Conferring regarding SOAF Agreement and next steps; reviewing revised drafts and emails	1.40	1,176.00	1,646.40
08/23/2022	Matthew J. Gold	Exchanging emails with States regarding SOAF agreement; revising same	1.80	1,060.00	1,908.00
08/24/2022	Matthew J. Gold	Exchanging emails with States regarding SOAF agreement; exchanging emails with team regarding draft email to Purdue; conferring regarding same	2.20	1,060.00	2,332.00
08/24/2022	Robert Berman	Reviewing emails from working group and revised drafts; conferring regarding next steps and email to Davis Polk	2.40	1,176.00	2,822.40

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: September 23, 2022
Invoice Number: 114388
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/25/2022	Matthew J. Gold	Exchanging emails with States regarding SOAF agreement; exchanging emails with team regarding draft email to Purdue; finalizing and sending email to Purdue regarding SOAF; preparing email to team regarding Intercreditor Agreement	3.10	1,060.00	3,286.00
08/25/2022	Robert Berman	Conferring regarding email to Davis Polk; reviewing emails from working group and conferring; reviewing revised SOAF Agreement; reviewing response back from J. Weiner and conferring regarding next steps and Intercreditor Agreement	3.20	1,176.00	3,763.20
08/26/2022	Robert Berman	Reviewing emails regarding next steps; conferring	1.50	1,176.00	1,764.00
08/26/2022	Matthew J. Gold	Exchanging emails with team regarding intercreditor agreement; conferring regarding same; reviewing same	2.60	1,060.00	2,756.00
08/29/2022	Matthew J. Gold	Revising outline regarding intercreditor agreement and reviewing same	1.40	1,060.00	1,484.00
08/29/2022	Robert Berman	Reviewing prior correspondance regarding intercreditor agreement and thinking about next steps; conferring	1.40	1,176.00	1,646.40
08/30/2022	Matthew J. Gold	Revising outline regarding intercreditor agreement	4.30	1,060.00	4,558.00
08/30/2022	Robert Berman	Conferring and reviewing and listing issues in ICA and possible revisions	3.80	1,176.00	4,468.80
08/31/2022	Matthew J. Gold	Conferring regarding intercreditor agreement; revising outline regarding same	3.80	1,060.00	4,028.00
08/31/2022	Robert Berman	Conferring regarding Intercreditor Agreement and next steps; preparing for call	2.20	1,176.00	2,587.20
Total			57.90		\$63,809.00

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: September 23, 2022
Invoice Number: 114388
Matter Number: 7263-0001

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	0.20	185.00	37.00
Juliet Remi	0.20	190.00	38.00
Matthew J. Gold	33.50	1,060.00	35,510.00
Robert Berman	24.00	1,176.00	28,224.00
Total	57.90		\$63,809.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
08/30/2022	Bloomberg Law - Inv#120220801 07/01/22-07/31/22 (BNA)	1.00	132.01
Total			\$132.01

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: September 23, 2022
Invoice Number: 114389
Matter Number: 7263-0004

Client: State of Washington
Matter: Injunction adversary proceeding

For professional services rendered through August 31, 2022

Currency: USD

Fees 3,074.00

Total Amount Due	\$3,074.00
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Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Injunction adversary proceeding

Invoice Date: September 23, 2022
Invoice Number: 114389
Matter Number: 7263-0004

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/15/2022	Matthew J. Gold	Reviewing proposed order amending injunction; exchanging emails with J. Rupert regarding same; conferring with I. Goldman regarding same	1.20	1,060.00	1,272.00
08/16/2022	Matthew J. Gold	Reviewing motion for stay relief and responses of debtor and committee	1.10	1,060.00	1,166.00
08/17/2022	Matthew J. Gold	Reviewing motion for stay relief and responses of debtor and committee; participating in hearing regarding motion	0.60	1,060.00	636.00
Total			2.90		\$3,074.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matthew J. Gold	2.90	1,060.00	3,074.00
Total	2.90		\$3,074.00

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: September 23, 2022
Invoice Number: 114390
Matter Number: 7263-0005

Client: State of Washington
Matter: Fee applications

For professional services rendered through August 31, 2022

Currency: USD

Fees 3,253.00

Total Due This Invoice \$3,253.00

Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Fee applications

Invoice Date: September 23, 2022
Invoice Number: 114390
Matter Number: 7263-0005

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/05/2022	Matthew J. Gold	Exchanging emails with C. MacDonald regarding reimbursement payments; exchanging emails regarding same	0.40	1,060.00	424.00
08/05/2022	Juliet Remi	Conferring regarding procedure for payment of fees	0.30	190.00	57.00
08/08/2022	Juliet Remi	Conferring regarding status of payment of all fees and disbursements; updating chart	0.20	190.00	38.00
08/18/2022	Matthew J. Gold	Reviewing time records for monthly statement; exchanging emails regarding same	0.90	1,060.00	954.00
08/19/2022	Matthew J. Gold	Reviewing and revising draft monthly statement; exchanging emails regarding same	1.40	1,060.00	1,484.00
08/19/2022	Ellie Taylor	Preparing and editing Sixth Monthly Fee Application Editing, discussing, filing, and circulating Sixth Monthly Fee Application	1.60	185.00	296.00
Total			4.80		\$3,253.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	1.60	185.00	296.00
Juliet Remi	0.50	190.00	95.00
Matthew J. Gold	2.70	1,060.00	2,862.00
Total	4.80		\$3,253.00